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April 15, 2010

Briarcliffe Ltd. Caterina
Akin, Gump, Straus, Hauer
590 Madison Avenue
New York, New York 10022
Attn: Heidi Liss

Briarcliffe Limited
c/o Walkers SPV Limited
P.O. Box 908 GT
Grand Cayman, Cayman Islands
George Town

Mercur International for
Development Co., Ltd.
Hameau de la Lanterne 2
B-7890 Wodecq/Belgium

Re: In re: Global Container Lines Limited
Case No. 8-09-78585

Dear Sirs/Madam:

Reference is made to the above-captioned proceeding in the United States Bankruptcy Court, Eastern District of New York. This firm represents the Debtor, Global Container Lines Limited. Please be advised that the Debtor has filed an amended "Schedule F" and "Schedule G," listing you as a creditor.

Please be further advised that you have thirty (30) days from the date of filing to file a claim arising out of the agreement referenced on the amended schedules. Enclosed is a Proof of

Founded 1850

BROOKLYN

LONG ISLAND

MANHATTAN

WASHINGTON, D.C.

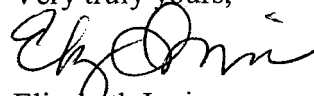
NEW JERSEY

CULLEN and DYKMAN LLP

Claim form. If you wish to file a claim, complete the Proof of Claim form and mail it to:

U.S. Bankruptcy Court, EDNY
Alfonse M. D'Amato U.S. Courthouse
290 Federal Plaza
Central Islip, NY 11722

Very truly yours,



Elizabeth Iovino

| | | |
|--|--|--|
| United States Bankruptcy Court - | | PROOF OF CLAIM |
| Name of Debtor: | | Case Number: |
| <i>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</i> | | |
| Name of Creditor (The person or other entity to whom the debtor owes money or property): | | <input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ <i>(If known)</i> Filed on: _____ |
| Name and address where notices should be sent: | | |
| Telephone number: | | |
| Name and address where payment should be sent (if different from above): | | <input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case. |
| Telephone number: | | |
| 1. Amount of Claim as of Date Case Filed: \$ _____ If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges. | | 5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5). <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(_____). Amount entitled to priority: \$ _____ <small>* Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small> |
| 2. Basis for Claim: _____ (See instruction #2 on reverse side.) | | |
| 3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.) | | |
| 4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate _____ Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____ | | |
| 6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. | | |
| 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: | | FOR COURT USE ONLY |
| Date: _____ | Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. | |

IN THE UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

X

In re:
Global Container Lines Limited

Case No. 8-09-78585

Chapter 11

Debtor(s).

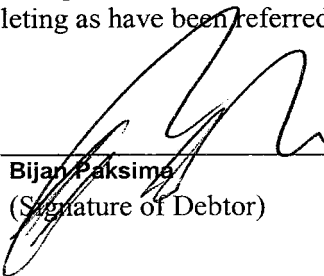
X

AFFIDAVIT PURSUANT TO LOCAL RULE 1009-1(a)

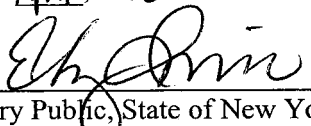
Global Container Lines Limited, undersigned debtor herein, swears as follows:

1. Debtor filed a petition under chapter 11 of the Bankruptcy Code on November 10, 2009.
2. Filed herewith is an amendment to Schedule F and G previously filed herein.
3. Annexed hereto is a listing setting forth the specific additions or corrections to, or deletions from, the affected list(s), schedule(s) or statement(s). The nature of the change (addition, deletion or correction) is indicated for each creditor or item listed.
4. *[If creditor records have been added or deleted, or mailing addresses corrected]* An amended mailing matrix is annexed hereto, reflecting only changes adding or deleting as have been referred to above.

Dated: April 14, 2010


Bijan Paksima
(Signature of Debtor)

Sworn to before me this 14th
day of April, 2010.


Notary Public, State of New York

ELIZABETH IOVINO
Notary Public, State of New York
No. 02106204714
Qualified in Nassau County
Commission Expires April 20, 2013

Reminder: No amendment of schedules is effective until proof of service in accordance with EDNY LBR 1009-1(b) has been filed with the Court.

If this amendment is filed prior to the expiration of the time period set forth in Fed. R. Bankr. P. 4004 and 4007, it will be deemed to constitute a motion for a 30-day extension of the time within which any added creditors may file a complaint to object to the discharge of the debtor and/or to determine dischargeability. This motion will be deemed granted without a hearing if no objection is filed with the Court and served on debtor within 10 days following filing of proof of service of this affidavit, all attachments and the amended schedules in accordance with EDNY LRB 1009-1.

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B T O R | H W J C | Husband, Wife, Joint, or Community | D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E. | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--------------------------------------|------------------|------------------------------------|--|--|--|--------------------------------------|---------------------|
| | | | | | | | | |
| Account No. DG142 | | | | 5/20/9-8/29-09 | | | | 1,571.29 |
| AND Group PLC Tanners Bank North Shields, Tyne and W NE30 1JH United Kingdom | | - | | | | | | |
| Account No. | | | | 5/30/09-1/1/09 | | | | 5,453.34 |
| Applied Weather Technology 158 Commercial Street Sunnyvale, CA 94086 | | - | | | | | | |
| Account No. | | | | | | | | 145,500.00 |
| Blue Sea Capital 62 Southfeld Avenue Building 2 Suite 214 Stamford, CT 06902 | | - | | | | | | |
| Account No. | | | | | | | | 2,862,382.00 |
| Briarcliffe Ltd. Caterina Akin, Gump, Straus, Hauer 590 Madison Avenue attn. Heidi Liss New York, NY 10022 | | - | | | | | | |
| Subtotal (Total of this page) | | | | | | | | 3,014,906.63 |

10 continuation sheets attached

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | H W J C | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|---------------------------------|------------------|---|--|--|--------------------------------------|---------------------|
| | | | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| Briarcliffe Ltd. Loan c/o Akin Gump Strauss Hauer & Feld LLC 590 Madison Avenue New York, NY 10022 | | - | | | | | 1,885,020.00 |
| Account No. | | | | | | | |
| C.R. Cushing & Co., Inc. 30 Vessey Street 7th Floor New York, NY 10007 | | - | | | | | 4,720.00 |
| Account No. | | | | | | | |
| Comet Shipping Nigeria Lt c/o Michael J Carcich Wall Street Plaza 88 Pine Street 7th Fl New York, NY 10005 | | - | | | | X | 191,713.00 |
| Account No. | | | | | | | |
| Container Applications Limited (CAI) One Embarcadero Center Suite 2102 San Francisco, CA 94111 | | - | | | | X | 36,277.80 |
| Account No. | | | 3/31/07 | | | | |
| Dan Bunkering Ltd. Strandvejen 5 PO Box 71 DK05500 Middelfart Denmark | | - | | | | | 9,750.49 |

Sheet no. 1 of 10 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

Subtotal
 (Total of this page)

2,127,481.29

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E D E B T O R | H W J C | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|--|------------------|---|--|--|--------------------------------------|-------------------|
| | | | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | 11/30/2009-4/30/2009 | | | | |
| Descartes Systems(USA)LLC Power Ferry Business Park Suite 520 Building 500 2030 Powers Ferry Road SE Atlanta, GA 30339 | | - | | | | | 650.00 |
| Account No. | | | | | | | |
| Dewitt Stern Imperatore PI Insurance Harbourside Financial Ctr Jersey City, NJ 07311 | | - | | | | X | 632,320.00 |
| Account No. | | | | | | | |
| Dewitt Stern Imperatore Container Insurance Harbourside Financial Ctr Plaza Five Suite 1500 Jersey City, NJ 07311 | | - | | | | X | 13,500.00 |
| Account No. | | | | | | | |
| Dewitt Stern Imperatore (FD & D) Harbourside Financial Ctr Plaza Five Suite 1500 Jersey City, NJ 07311 | | - | | | | X | 15,829.00 |
| Account No. | | | | | | | |
| Dewitt Stern Imperatore (H&M) Harbourside Financial Cr. Plaza Five Suite 1500 Jersey City, NJ 07311 | | - | | | | X | 28,095.00 |
| Sheet no. 2 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | |
| Subtotal (Total of this page) | | | | | | | 690,394.00 |

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E D E B T O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--|------------------------------------|---|--|--|--------------------------------------|-------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| Dr. A. Alizadeh 100 Quentin Roosevelt Blv Garden City, NY 11530 | | - | | | | | 371,830.00 |
| Account No. | | | | | | | |
| Dr. N Paksima 100 Quentin Roosevelt Blv Garden City, NY 11530 | | - | | | | | 138,332.00 |
| Account No. | | | | | | | |
| GE Seaco Charleston 215 East Bay Street Suite 403-C Charleston, SC 29401 | | - | | | | X | 62,921.00 |
| Account No. | | | | | | | |
| Groupe Eyssautier c/o Budd S.A. Marseille 7 Rue Bailli De Suffren 13001 Marseille, France | | - | | | | X | 100,000.00 |
| Account No. | | | | | | | |
| Hiller Systems, Inc. PO Box 91508 Mobile, AL 36691 | | - | | | | | 1,828.31 |

Sheet no. **3** of **10** sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

674,911.31

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|---------------------------------|------------------------------------|---|--|--|--------------------------------------|----------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| Intercargo Clearing and Forwarding Q. Asatique Av. Des Payans BP Bujumbura | | - | | | | X | 51,759.00 |
| Account No. | | | | | | | |
| James J. Flanagan Stevedores 595 Orleans Suite 1500 Beaumont, TX | | - | | | | X | 25,118.40 |
| Account No. | | | | | | | |
| Keraba and Bayo Freight Transport PO Box 2075 Addis Ababa, Ethiopia | | - | | | | X | 68,100.00 |
| Account No. | | | | | | | |
| Keybank Equipment Finance 66 South Pearl Street Albany, NY 12207 | | - | | X | | X | 9,083,000.00 |
| Account No. | | | | | | | |
| Keybank National Association 66 South Pearl Street Albany, NY 12207 | | - | | X | | X | 1,195,000.00 |
| Sheet no. 4 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | |
| Subtotal (Total of this page) | | | | | | | 10,422,977.40 |

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|---------------------------------|------------------------------------|--|--|--------------------------------------|---------------------|
| | | H W J C | | | | |
| Account No. | | | | | | |
| Legge Farrow Kimmit McGrath & Brown 6363 Woodway Suite 400 Houston, TX 77057 | | - | | | | 1,635.90 |
| Account No. | | | | | | |
| Lilo Transport P.L.C. Bada Street House No. 19-23 Asmara, Eritrea | | - | 1/25/2009-7/30/2009 | | | 31,251.00 |
| Account No. | | | | | | |
| Mercur International for Development Co., Ltd. Hameau de la Lanterne 2 B-7890 Wodecq/Belguim | | - | 7/15/2008-7/31/2009 | | X | 979,835.00 |
| Account No. | | | | | | |
| Middle East Express PO Box 622 Sharjah, UAE | | - | | | | 1,692.20 |
| Account No. | | | | | | |
| Multistar Tank Leasing Company LLC 18333 Egret Bay Boulevard Suite 410 Houston, TX 77058 | | - | 3/31/2009-7/30/2009 | | | 8,775.00 |
| Sheet no. <u>5</u> of <u>10</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | |
| Subtotal (Total of this page) | | | | | | 1,023,189.10 |

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|---------------------------------|------------------------------------|---|--|--|--------------------------------------|-------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| NCOS For Logistic and Customs Clearance Services c/o Nouredin El Shaari Benghazi/Libya | | - | | | | | 4,829.17 |
| Account No. | | | 12/31/2008-4/27/2009 | | | | |
| Potomac Maritime 1729 Wisconsin Avenue 2nd Floor Washington, DC 20007 | | - | | | | | 30,045.73 |
| Account No. | | | | | | | |
| Rennie Shipd Agency (Pty) Rennie House 41 Margaret Mncadi Avenue Esplanade, Durbain 4001 South Africa | | - | | | | X | 18,600.00 |
| Account No. | | | | | | | |
| SDV Ghan Limited c/o Weber Gallagher Simpson Stapleon Fires & 2000 Market St. 13 Fl. Philadelphia, PA 19103 | | - | | | | X | 445,175.00 |
| Account No. | | | | | | | |
| Sea Pride Enterprises Comboni Street PO Box 76 Port Sudan, Sudan | | - | | | | | 27,658.00 |
| Subtotal (Total of this page) | | | | | | | 526,307.90 |

Sheet no. **6** of **10** sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|---------------------------------|------------------------------------|---|--|--|--------------------------------------|---------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| Spedag East Africa Ltd. Kriegackerstasse 91 MuttENZ 4002 Basel Switzerland | | - | | | | X | 797,342.00 |
| Account No. | | | 7/15/09-7/31/09 | | | | |
| Syed Amjad Hussain & Co 12, Cour chambers Syedna Tahir Saifuddin Rd Karachi, OK 74200 | | - | | | | | 14,330.00 |
| Account No. | | | 4/30/09-7/31/09 | | | | |
| TAL International Container Corp. 100 Manhattanville Road Purchase, NY 10577-2135 | | - | | | | X | 124,300.77 |
| Account No. | | | | | | | |
| Tanzania Road Haulage PO Box 21493 Nelson Mandela Expressway Dar Es Salaam, Tanzania | | - | | | | X | 1,267,500.00 |
| Account No. | | | | | | | |
| Tencarva Machinery Co. Jay A Press P.C. 115 Broad Hollow Road Suite 350 Melville, NY 11747 | | - | | | | | 8,668.00 |

Sheet no. 7 of 10 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page) **2,212,140.77**

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|---------------------------------|------------------------------------|---|--|--|--------------------------------------|-------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| Textainer Equipment 650 California Street 16th Floor San Francisco, CA 94108 | | - | | | | X | 164,778.70 |
| Account No. | | | | | | | |
| Thocomar Shipping Senegal 1 Rue Parent B.P. 1781 Daker Senegal | | - | | | | X | 56,612.00 |
| Account No. | | | 4/30/08-12/31/08 | | | | |
| Tosi Maritime Consultants PO Box 5488 Washington, DC 20016 | | - | | | | X | 24,000.00 |
| Account No. | | | | | | | |
| Trans Ethiopia PLC Adigrat Road Elala Mekelle, Tigray Ethiopia 459 | | - | | | | X | 96,514.07 |
| Account No. | | | | | | | |
| TSG Technical Services 2215 M Street Northwest Washington, DC 20037 | | - | | | | X | 229,954.64 |
| Sheet no. 8 of 10 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims | | | | | | | |
| Subtotal (Total of this page) | | | | | | | 571,859.41 |

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R R | Husband, Wife, Joint, or Community | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|--|--------------------------------------|------------------------------------|--|--|--------------------------------------|-------------------|
| | | H W J C | | | | |
| Account No. | | | | | | |
| U.S. Department of Homeland Security 1430 A Kristina Way Chesapeake, VA 23326 | | - | | | | 4,881.20 |
| Account No. | | | | | | |
| Uni Global Business Bangladesh Taher Tower 9th Floor Circle 2 Dhaka-1212 | | - | | | | 26,418.44 |
| Account No. | | | | | | |
| United States Dept of Agriculture Kansas City Commodity PO Box 419205 Kansas City, MO 64114 | | - | | | X | 145,785.00 |
| Account No. | | | | | | |
| US Bureau of Customs and Border Protection PO Box 70946 Charlotte, NC 28272 | | - | | | | 131,654.00 |
| Account No. | | | | | | |
| US Customs and Border Protection PO Box 70946 Charlotte, NC 28272 | | - | | | | 14,082.10 |
| Subtotal (Total of this page) | | | | | | 322,820.74 |

Sheet no. 9 of 10 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

AMENDED
SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

| CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.) | C O D E B O R | Husband, Wife, Joint, or Community | | C O N T I N G E N T | U N L I Q U I D A T E D | D I S P U T E D | AMOUNT OF CLAIM |
|---|---------------------------------|------------------------------------|---|--|--|--------------------------------------|------------------|
| | | H W J C | DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE. | | | | |
| Account No. | | | | | | | |
| W.K. Webster & Co Ltd. Christopher House Station Road Sidcup, Kent DA15 7BS United Kingdom | | - | | | | | 15,000.00 |
| Account No. | | | | | | | |
| World Food Program Via Cesare Giulio Viola Parco de' Medici 00148 Rome Italy | | - | | | | X | 38,500.00 |
| Account No. | | | | | | | |
| | | | | | | | |
| Account No. | | | | | | | |
| | | | | | | | |
| Account No. | | | | | | | |
| | | | | | | | |

Sheet no. 10 of 10 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

Subtotal
(Total of this page)

53,500.00

Total
(Report on Summary of Schedules)

21,640,488.55

In re **Global Container Lines Limited**Case No. **8-09-78585**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES - AMENDED

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

| Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract | Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract. |
|--|--|
| Briarcliffe Limited c/o Walkers SPV Limited PO Box 908 GT Grand Cayman, Cayman Is George Town | Bareboat Charter Agreement with Briarcliffe Limited for the M/V Caterina beginning May 10, 2004 and terminating May 20, 2004 |
| CAI One Embarcadero Center Suite 2101 San Francisco, CA 94111 | Container Lease |
| Seacastle Container Leasing LLC 1 Maynard Drive Park Ridge, NJ 07656 | Conditional Sales Contract; March 25, 2005 |
| Seacastle Container Leasing LLC 1 Maynard Drive Park Ridge, NJ 07656 | Master lease agreement dated March 25, 2005 |
| Seacastle Container Leasing LLC 1 Maynard Drive Park Ridge, NJ 07656 | Conditional Sales Contract Dated December 13, 2005 |
| Textainer Equipment Management (US) Limited 650 California Street San Francisco, CA 94108 | Container Lease |
| TransAmerica Leasing 100 Manhattanville Road Purchase, NY 10577 | Container Lease |
| Triton Container International Limited 55 Green Street San Francisco, CA 94111 | Conditional Sales Contract |

SUPPLEMENTAL MATRIX

Briarcliffe Limited
c/o Walkers SPV Limited
P.O. Box 908 GT
Grand Cayman, Cayman Islands
George Town

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF NEW YORK

-----X
In re:

Chapter 11

GLOBAL CONTAINER LINES LTD., et al.,

Case Nos. 09-78585 (AST)
09-78584 (AST)
09-78589 (AST)
09-78586 (AST)
09-78587 (AST)
09-78588 (AST)
09-78590 (AST)

Debtors.

-----X

STATE OF NEW YORK)
) ss.:
COUNTY OF NASSAU)

CYNTHIA ROBLES, being duly sworn, deposes and says:

That she is over the age of 21 years, resides in Massapequa Park, New York and is not a party to this action.

That on the 15th day of April, 2010 she served the Affidavit Pursuant to Local Rule 1009-1(a), Amended Schedule G and Correspondence enclosing same, via regular mail located on the premises at Garden City Center, 100 Quentin Roosevelt Boulevard, Garden City, New York 11530, addressed as follows:

Briarcliffe Ltd. Caterina
Akin, Gump, Straus, Hauer
590 Madison Avenue
New York, New York 10022
Attn: Heidi Liss

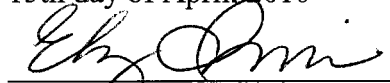
Briarcliffe Limited
c/o Walkers SPV Limited
P.O. Box 908 GT
Grand Cayman, Cayman Islands
George Town

Mercur International for
Development Co., Ltd.
Hameau de la Lanterne 2
B-7890 Wodecq/Belgium

That being the address(es) designated on the latest papers served by them in this action.


CYNTHIA ROBLES

Sworn to before me this
15th day of April, 2010


Notary Public

ELIZABETH IOVINO
Notary Public, State of New York
No. 02106204714
Qualified in Nassau County
Commission Expires April 20, 2013